

# NINTH ANNUAL REPORT 1996-97

MD	/	BEC	/
CS	/	DIY	6/5
RO	/	DIY	6/5
TRA	/	DIY	/
AGM	/	DIY	/
YE	/	DIY	/



Report  junction.com

## PEARL ORGANICS LIMITED

**Pearl Organics Limited**

**BOARD OF DIRECTORS**

<b>Mr. S. N. Talwar</b>	<i>Chairman (Alternate Director)</i>
<b>Dr. S. P. Adarkar</b>	<i>Director</i>
<b>Mr. Jaysimha Buddiga</b>	<i>Director</i>
<b>Mr. Samir Sutaria</b>	<i>Director</i>
<b>Mr. K. Chandran</b>	<i>Whole-time Director</i>

**REGISTERED OFFICE**

24, Swastik Chambers, Ground Floor, Sion - Trombay Road,  
Chembur, Mumbai - 400 071

**PLANTS at Tarapur and Patalganga (Maharashtra)**

**SOLICITORS**

Messrs Crawford Bayley & Co.,  
Mumbai

**AUDITORS**

Messrs M.H. Balasubramanian & Associates,  
Chartered Accountants, Mumbai.

**BANKERS**

Bank of India

### NOTICE

**NOTICE IS HEREBY GIVEN THAT** the adjourned eighth Annual General Meeting of Pearl Organics Limited will be held on Wednesday, 24th September, 1997, at Kilachand Conference Room, Indian Merchants' Chambers, Churchgate, Mumbai 400 020 at 10.30 A.M. to transact the remaining business as under :

To declare Dividend on Equity Shares.

**Note :**

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. HOWEVER THE PROXY FORM MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.

**REGISTERED OFFICE**

24, Swastik Chambers, Gr. Floor,  
Sion-Trombay Road,  
Chembur,  
Mumbai 400 071

Mumbai : 8th August, 1997

By Order of the Board

**K. Chandran**  
*Wholtime Director*



**NOTICE**

**NOTICE IS HEREBY GIVEN THAT** the ninth Annual General Meeting of Pearl Organics Limited will be held on Wednesday, 24th September, 1997, at Kilachand Conference Room, Indian Merchants' Chambers, Churchgate, Mumbai 400 020 at 11.00 A.M. to transact the following business:

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1997 and Profit and Loss Account for the year ended on that date, togetherwith the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Jaysimha Buddiga who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

**Notes :**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. HOWEVER THE PROXY FORM MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from 23.9.97 to 24.9.97 (both days inclusive).
3. Members are requested to intimate to the Company not later than 22.9.97 the changes, if any, in the registered address alongwith Pin Code Number.
4. All correspondence relating to the shares should be forwarded to the Company's Registrar and Share Transfer Agents at the following address :

INTIME SHARE SERVICES PVT. LTD.

260-A, Shanti Industrial Estate,  
Sarojini Naidu Road, Mulund (W),  
Mumbai 400 080.

Phone Nos. : 565 4890; 568 4590;  
568 4591; 564 7731.

**REGISTERED OFFICE**

24, Swastik Chambers, Gr. Floor,  
Sion-Trombay Road,  
Chembur,  
Mumbai 400 071

By Order of the Board

**K. Chandran**

*Wholetime Director*

Mumbai : 8th August, 1997

**Pearl Organics Limited****DIRECTORS' REPORT**

Dear Members,

Your Directors have pleasure in presenting their 9th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 1997.

**FINANCIAL RESULTS**

	(Rs. in Lakhs)	
	For the Year ended 31/3/1997	For the Year ended 31/3/1996
Profit before taxation	126.26	170.24
Provision for taxation	16.32	5.00
Profit after taxation	109.94	165.24
Balance brought forward from previous year	10.26	113.55
Profit available for Appropriation	120.20	278.79
Proposed Dividend	—	38.53
Transfer to General Reserve	25.00	230.00
Balance carried to Balance Sheet	95.20	10.26

**OPERATIONS**

The Company achieved a turnover of Rs.1483.84 Lacs against Rs. 1244.76 Lacs in the previous year. The profit after tax decreased from Rs. 165.24 Lacs to Rs. 109.94 Lacs.

**DIVIDEND**

The Directors do not propose any dividend with a view to conserve the resources of the Company.

**EXPANSION PROGRAMME**

Your Directors are pleased to inform you that your Company is planning an expansion project at existing Patalganga Bulk Drug plant at a cost of Rs.1.56 Crores. This will be financed by Borrowing and Internal Accruals. The expansion programme which will be completed in the current financial year would contribute to higher turnover and profit.

**FUTURE PROSPECTS**

As mentioned above, your Company proposes to expand the capacity of its plants which will contribute to enhanced turnover and profitability of the Company. In view of the liberalised economy and the various opportunities available to the Company your Directors feel that the future prospects of your Company are good.

**DIRECTORS**

Mr. Jaysimha Buddiga retires by rotation and eligible, offers himself for re-appointment. Mr. V.N. Nadkarni resigned from the Board of Directors with effect from 30th June, 1997 due to health reasons.

**AUDITORS**

M/s. M. H. Balasubramanian & Associates, Chartered Accountants, the Statutory Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting of the Company. They have confirmed their eligibility to be re-appointed as Auditors of the Company and as such, your Directors recommend their re-appointment.

**DISCLOSURE OF PARTICULARS**

The information required under Section 217 (1) (e) of the Companies Act, 1956, read with the Company's (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, is given in the Annexure and forming part of this report.

The particulars of employees as required under Sec. 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, are given as annexure to the Report. However as per the provisions of Sec. 219 (1) (b) (iv) of the Companies Act, 1956, the said annexure is not being sent along with this report.

**ACKNOWLEDGEMENTS**

Your Directors wish to record their appreciation of the valuable support extended by the Bankers, customers, suppliers, shareholders and employees at all levels.

For and on behalf of the Board of Directors

**S.N. TALWAR**  
CHAIRMAN

Mumbai : 8th August, 1997

**ANNEXURE "A" TO DIRECTORS' REPORT**

PARTICULARS PURSUANT TO SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956, READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS REPORT.

**1. CONSERVATION OF ENERGY**

The following steps have been taken for the conservation of energy.

1. Reaction steps were reduced for Metformin which has resulted in increased Production.
2. Heat Input has been reduced by deploying balancing equipments.

**INFORMATION AS PER PRESCRIBED FORM "A"**

Power & Fuel Consumption.	Year ended 31/3/1997	Year ended 31/3/1996
1. Electricity purchased :		
Units	5,19,397	1,58,345
Total amount (in Rupees)	21,48,536	6,25,463
Rate/unit (in Rupees).	4.13	3.95
2. Furnace oil, LSHS & LDO		
Quantity (K. litres)	125	216
Total amount (in Rupees)	1,301,002	18,57,565
Average amount (in Rupees per KL)	10.42	8.60

**Note:** Details relating to consumption per unit of Production have not been given as the product mix has undergone a change.

**II. ABSORPTION OF TECHNOLOGY AND RESEARCH & DEVELOPMENT :**

1. The Company has developed processes for a few products and commercialised the same for Salsalate.
2. Expenditure on R & D during the year.
  - a) Capital Rs. 21 lakhs
  - b) Recurring —

**III. FOREIGN EXCHANGE EARNINGS AND OUTGO :**

NIL

For and on behalf of the Board of Directors

**S.N. TALWAR**  
CHAIRMAN

Mumbai : 8th August, 1997